

WC 03-134

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING		FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE		Approved by OMB 3060-0589 Page No. 1 of 1	
(1) LOCKBOX # 358145		FCC/MELLON MAY 20 2003		SPECIAL USE FCC USE ONLY	
SECTION A - PAYER INFORMATION					
(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) 3 Rivers Telephone Cooperative, Inc.				(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$815.00	
(4) STREET ADDRESS LINE NO. 1 P.O. Box 429					
(5) STREET ADDRESS LINE NO. 2					
(6) CITY Fairfield				(7) STATE MT	(8) ZIP CODE 59436
(9) DAYTIME TELEPHONE NUMBER (include area code) (406) 467-2535			(10) COUNTRY CODE (if not in U.S.A.)		
FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED					
(11) PAYER (FRN) 0001-6464-54			(12) PAYER (TIN) 81-0243702		
IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)					
(13) APPLICANT NAME 3 Rivers Fiber Optic, Inc.					
(14) STREET ADDRESS LINE NO. 1 P.O. Box 429					
(15) STREET ADDRESS LINE NO. 2					
(16) CITY Fairfield				(17) STATE MT	(18) ZIP CODE 59436
(19) DAYTIME TELEPHONE NUMBER (include area code) (406) 467-2535			(20) COUNTRY CODE (if not in U.S.A.)		
FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED					
(21) APPLICANT (FRN) 0003-7699-08			(22) APPLICANT (TIN) 81-0497696		
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE CUT		(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$815.00	(27A) TOTAL FEE \$815.00		FCC USE ONLY		
(28A) FCC CODE 1		(29A) FCC CODE 2			
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE		FCC USE ONLY		
(28B) FCC CODE 1		(29B) FCC CODE 2			
SECTION D - CERTIFICATION					
(30) CERTIFICATION STATEMENT I, Michael J. Rieley, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE DATE 5/19/03					
SECTION E - CREDIT CARD PAYMENT INFORMATION					
(31)	MASTERCARD/VISA ACCOUNT NUMBER:				EXPIRATION DATE:
<input type="checkbox"/> MASTERCARD					
<input type="checkbox"/> VISA	I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.				
SIGNATURE			DATE		

Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

\_\_\_\_\_) )  
In the Matter of the Application of )  
\_\_\_\_\_) )  
3 RIVERS FIBER OPTIC, INC. )  
\_\_\_\_\_) )  
For Domestic Section 214 Approval of) WCB Docket  
a Streamlined Transfer of Control of) No. 03-\_\_\_\_\_  
its Domestic Common Carrier )  
Subscriber Base in Bozeman, Montana )  
To )  
\_\_\_\_\_) )  
ONEEIGHTY COMMUNICATIONS OF MONTANA,) )  
INC. )  
\_\_\_\_\_) )

APPLICATION

I. INTRODUCTION

3 Rivers Fiber Optic, Inc. ("3 Rivers F/O" or  
"Transferor") and OneEighty Communications of Montana, Inc.  
("OneEighty MT" or "Transferee") (3 Rivers F/O and OneEighty  
MT, together, "Applicants"), by the undersigned counsel,  
hereby request authority pursuant to Section 214 of the  
Communications Act of 1934, as amended,<sup>1</sup> and Sections 63.03  
and 63.04(a) of the Commission's rules,<sup>2</sup> to transfer control

<sup>1</sup>47 U.S.C. § 214.

<sup>2</sup>47 C.F.R. § 63.03 and 63.04(a).

of its subscriber base in Bozeman, Montana, to OneEighty MT. OneEighty MT is a wholly owned subsidiary of OneEighty Communications, Inc., a Washington corporation qualified to do business in the State of Montana, whose principal business is telecommunications.

## II. INFORMATION REQUIRED UNDER SECTION 63.04(A)

Applicants submit the following information in support of their request for Section 214 authority pursuant to Sections 63.03 and 63.04(a) of the Commission's rules.

(1) Name, address, and telephone number of each applicant.

Transferor: 3 Rivers Fiber Optic, Inc.  
422 2<sup>nd</sup> Avenue South  
P.O. Box 429  
Fairfield, MT 59436  
Tel: (406) 467-2535  
FRN: 0003-7699-08

Transferee: OneEighty Communications of  
Montana, Inc.  
206 North 29<sup>th</sup>  
Billings, MT 59101  
Tel: (406) 294-4000  
FRN: 0005-0758-66

(2) State of organization.

Transferor: Transfer is organized under the laws of the State of Montana.

Transferee: Transferee is organized under the laws of the State of Washington.

(3) Contact person for this Application.

Correspondence and communications concerning this Application should be directed to:

For the Transferor:

Michael J. Rieley  
Michael J. Rieley, P.C.  
Power Block Bldg., Suite 4A  
7 West Sixth Avenue  
P.O. Box 1211  
Helena, MT 59624  
Tel: (406) 443-4433  
Fax: (406) 443-0039  
E-mail: [miker@helenet.com](mailto:miker@helenet.com)

For the Transferee:

Brent Johnson  
OneEighty Communications of Montana, Inc.  
206 N. 29<sup>th</sup> Street  
Billings, MT 59101  
Tel: (406) 294-4007  
Fax: (406) 294-4004  
E-mail: [bjohnson@oneeighty.com](mailto:bjohnson@oneeighty.com)

(4) Ownership of Applicants.

Transferor:

3 Rivers Fiber Optic, Inc. is a wholly owned subsidiary of 3 Rivers Telephone Cooperative, Inc., a Montana Rural Telephone Cooperative, FRN: 0001-6464-54, having its principal place of business at 422 2<sup>nd</sup> Avenue South, Fairfield, Montana. 3 Rivers Telephone Cooperative,

Inc. is a Montana Rural Telephone Cooperative and no individual or entity owns an equity interest of 10% or more.

Transferee:

OneEighty Communications of Montana, Inc. is a wholly owned subsidiary of OneEighty Communications, Inc. ("OneEighty"), having its principal place of business at 206 North 29<sup>th</sup>, Billings, Montana. OneEighty Communications, Inc. is a privately owned corporation in which Greg Green, Chairman of the Board, holds a 50% equity interest and Chris Dimock, Chief Executive Officer and President, holds an 11% equity interest.

Name:	Greg Green
Address:	117 N. Howard St., Suite 300 Spokane, WA 99201
Citizenship:	USA
Principal Business:	Telecommunications

Name:	Chris Dimock
Address:	206 N. 29 <sup>th</sup> St. Billings, MT 59101
Citizenship:	USA
Principal Business:	Telecommunications

No other individual or entity owns an equity interest of 10% or more.

(5) Certification Regarding Denial of Federal Benefits Pursuant to the Federal Anti-Drug Abuse Act of 1988.

3 Rivers Telephone Cooperative, Inc. and 3 Rivers Fiber Optic, Inc. certify, pursuant to Sections 1.2001

through 1.2003 of the Commission's rules, that neither they, nor any of their affiliates, within the meaning of Section 3(I) of the Communications Act of 1934, as amended, are subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853.

OneEighty Communications, Inc. and OneEighty Communications of Montana, Inc. certify, pursuant to Sections 1.2001 through 1.2003 of the Commission's rules, that neither they, nor any of their affiliates, within the meaning of Section 3 of the Communications Act of 1934, as amended, 47 U.S.C. § 153(1) are subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

(6) Description of the transaction.

In this transaction, 3 Rivers Fiber Optic, Inc. is selling one exchange, i.e. Bozeman, Montana, to OneEighty Communications of Montana, Inc. The "proposed transaction would result in a transferee [OneEighty MT] having a market share in the interstate, interexchange market of less than 10 percent, and the transferee [OneEighty MT] would provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served

by a dominant local exchange carrier [Qwest Corporation ("Qwest")] that is not a party to the transaction," and "neither of the applicants is dominant with respect to any service." See § 63.03(b)(2)(i) of the Commission's Rules. Upon consummation of this transaction, OneEighty Communications of Montana, Inc. will become a CLEC in the Bozeman, Montana, exchange area.

(7) Description of geographic areas in which the Transferee (and its affiliate) offer domestic telecommunications services, and what services are provided to each area.

The Bozeman exchange is located in south central Montana, a rural area. The exchange serves portions of Gallatin County, Montana, a county with a population of 67,831<sup>3</sup>. The major town and its population served by the exchange is Bozeman, with a population of 27,509<sup>3</sup>. This transaction involves approximately 500 access lines in the Bozeman exchange.<sup>4</sup>

3 Rivers F/O, a CLEC, provides a full range of residential and business local exchange, switched and special access, custom calling, and information services in the exchange that is being sold to OneEighty MT. OneEighty

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<sup>3</sup>Population per 2000 U.S. Census

<sup>4</sup>Access line counts are as of April 2003.

MT will provide comparable services when it takes ownership of the Bozeman exchange area.

(8) Presumptive Streamlined Treatment.

Applicants submit that this Application presumptively qualifies for streamlined treatment pursuant to § 63.03(b)(2)(i) of the Commission's Rules because the "proposed transaction would result in a transferee [OneEighty MT] having a market share in the interstate, interexchange market of less than 10 percent, and the transferee [OneEighty MT] would provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier [Qwest Corporation ("Qwest")] that is not a party to the transaction," and "neither of the applicants is dominant with respect to any service."

(9) Related Applications.

OneEighty Communications of Montana filed a Notification of Transfer of Subscriber Base in CC Docket No. 00-257 on April 29, 2003.

(10) Special Considerations.

Neither Applicant is facing imminent business failure. Accordingly, no special consideration of this Application on this basis is requested.



(11) Waiver Requests.

No waiver requests have been filed in conjunction with the transaction.

(12) Statement of Public Interest.

3 Rivers F/O acquired the Bozeman exchange that is the subject of this transaction from Western CLEC Corporation on November 16, 2001. The Bozeman exchange acquisition was part of a larger transaction in which 3 Rivers F/O was acquiring CLEC operations within the state of Montana. The Bozeman exchange transaction involved a small "island" exchange in the state of Montana as part of a larger series of transactions that would allow 3 Rivers F/O to establish a competitive presence in selective geographic markets. However, 3 Rivers F/O was ultimately unable to achieve the economy of scale with the Bozeman exchange that 3 Rivers F/O has contracted to sell.

Grant of this Application will serve the public interest, convenience, and necessity by promoting competition among telecommunications carriers. Specifically, approval of the proposed transaction will enable a new entrant to establish a competitive presence in a select geographic market and concentrate its resources and expertise on providing innovative and diversified service

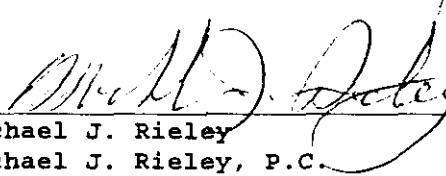
offerings for consumers in this market. These enhancements will enure directly to the benefit of existing customers in the Bozeman exchange, as well as to consumers generally in the domestic telecommunications marketplaces this carrier serves.

Approval of the transfer will enhance OneEighty MT's ability to strengthen its competitive position by implementing its long-term growth plans in its core markets. The proposed transfer will contribute to increasing OneEighty MT's operational flexibility and efficiency, as well as long-term financial viability. The proposed transfer will therefore ensure the continued provision of innovative, high quality telecommunications services to the public and should promote competition in the U.S. domestic telecommunications service market.

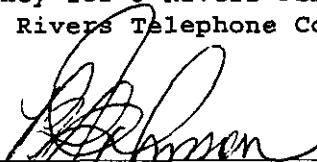
### III. CONCLUSION

Wherefore, for the reasons stated herein, Applicants request that the Commission accord this joint Application for domestic Section 214 authority, presumptive streamlined treatment status and, upon due consideration of the facts before it, issue an order approving the proposed transaction.

Respectfully submitted,



Michael J. Rieley  
Michael J. Rieley, P.C.  
Power Block Building, Suite 4A  
7 West Sixth Avenue  
P.O. Box 1211  
Helena, MT 59624  
Tel: (406) 443-4433  
Fax: (406) 443-0039  
Attorney for 3 Rivers Fiber Optic, Inc.  
and 3 Rivers Telephone Cooperative, Inc.,



Brent Johnson  
Brent Johnson, COO  
OneEighty Communications of  
Montana, Inc.  
206 N. 29<sup>th</sup> Street  
Billings, MT 59101  
Tel: (406) 294-4007  
Fax: (406) 294-4004  
Chief Operating Officer for OneEighty  
Communications of Montana, Inc. and  
OneEighty Communications, Inc.

Dated: May 19, 2003

CERTIFICATION

On behalf of 3 Rivers Telephone Cooperative, Inc. and its wholly owned subsidiary, 3 Rivers Fiber Optic, Inc., I hereby certify that the statements in the foregoing Application for Section 214 Authority are true, complete, and correct to the best of my knowledge and are made in good faith.

3 RIVERS TELEPHONE COOPERATIVE, INC.

By Arthur M. Isley, Jr.  
Arthur M. Isley, Jr.  
General Manager

May 14, 2003

CERTIFICATION

On behalf of OneEighty Communications, Inc. and its wholly owned subsidiary, OneEighty Communications of Montana, Inc., I hereby certify that the statements in the foregoing Application for Section 214 Authority are true, complete, and correct to the best of my knowledge and are made in good faith.

ONEEIGHTY COMMUNICATIONS, INC.

By 

Chris Dimock, CEO

May 15, 2003